

EXHIBIT 10

1 Q. Can we look at {K26/404.2/1}. This is an email from
 2 Ms Sunderwala to Mr Asher and Mr Outland at E&Y and she
 3 says there:
 4 "I read the article quickly a few days ago and
 5 didn't really internalise the comment regarding the
 6 auditors. You are right, this is a very peculiar
 7 sentence ... hmm, it's got me thinking about these
 8 updated valuations that economic partners did and where
 9 they are floating around."
 10 Then it quotes a bit from an article :
 11 "Writing down the value of Autonomy would do little
 12 strategically useful for HP. It can't recover the
 13 \$10 billion it paid for Autonomy. But a write-down
 14 could have a cosmetic effect of making it easier for HP
 15 to show a return on invested capital. Autonomy's
 16 \$10 billion price represents almost a quarter of the
 17 \$44 billion in intangibles the company carries on its
 18 balance sheet. Less invested capital, easier for growth
 19 to look big."
 20 So that's something that Ms Sunderwala is discussing
 21 with E&Y. Do you remember that also being a reason why
 22 more of the losses were being loaded on to Autonomy?
 23 A. No. I don't. And in fact whenever we looked at return
 24 on invested capital, we looked at it -- I don't believe
 25 we were looking at it at this time, but when we did

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1 later, we looked at it at a segment level. So we would
 2 have looked at it at a total Software level and
 3 I insisted that we make the adjustment for any goodwill
 4 impairment because I thought it was artificial, if you
 5 took an impairment, to just say "Everything looks
 6 great".
 7 Q. Do you remember that the HP team, looking at the
 8 impairment, thought that the process of changing the
 9 WACC for Autonomy involved some nonsensical results?
 10 A. Actually that wasn't how I interpreted that email. The
 11 way I interpreted that email is that, because we were
 12 being forced to get within 30%, it was delivering
 13 nonsensical results for our business segments in
 14 general. Not just one segment over another. And I was
 15 frustrated with the market recap -- market cap recon
 16 exercise and the increasing of discount rates because it
 17 implicitly assumed that the market had it right and
 18 I felt like our businesses were worth more, and forcing
 19 us to think about them in a lower way because of an
 20 artificial construct around increasing the discount rate
 21 did not make sense to me as a finance professional.
 22 Q. So this goes back to your point about it being an
 23 accounting construct?
 24 A. Yes.
 25 Q. Can we go to {K26/500.1/1}. That's something we looked

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1 at before. If you'll look at the second email down,
 2 Ms Sunderwala is saying:
 3 "It is very helpful for me to see how much more it
 4 will take to get to 30%. Wow - looks like we will have
 5 to add twice as much (and probably more) premium to the
 6 discount rates than the increment already added.
 7 Crazy!"
 8 And in the top email which we've already looked at:
 9 "It still seems ridiculous to me that there isn't
 10 some reasonable range around 30% [...]"
 11 And again Ms Harvey describes the discount rates to
 12 get down to 30% as "crazy".
 13 So this is commentary saying that these aren't, as
 14 it were, real valuations that are taking place, this is
 15 something that is being driven by the accounting rules;
 16 is that fair?
 17 A. So I think we need to go back to what I said
 18 earlier: you do it in two steps. The first step is you
 19 figure out what you think the real value is of
 20 a business segment, which is what we did for Autonomy
 21 and our conclusion was that it needed to be written down
 22 from \$11 billion down to \$5.8 billion. Then where the
 23 accounting construct comes in is it says: okay, once
 24 you've done that step for every one of your businesses,
 25 you add it all up and if it is greater than 30 -- and

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1 you figure out the equity value. If it is greater than
 2 30% of the stock price, then you need to artificially
 3 start increasing discount rates, segment by segment, and
 4 you have to make a relative judgment on which segments
 5 to raise how much, to get to the final impairment -- the
 6 final conclusion as to which segments have an
 7 impairment.
 8 Q. So the discount rates that you ended up using are, as it
 9 were, being used to reverse engineer the final number?
 10 A. Yes. Reverse engineer the last little piece, the second
 11 piece to the analysis.
 12 Q. Well, it's not just the last little piece, is it? We'll
 13 see in due course that the difference between 10% and
 14 16% here made a difference of --
 15 A. \$3.6 billion.
 16 Q. Right. Thank you.
 17 A. Agreed.
 18 Q. But it's about reverse engineering things to get down to
 19 the 130% rule?
 20 A. That is correct.
 21 Q. And part of that process is, as we've seen, deciding
 22 which discount rates to use for which business unit?
 23 A. That's correct.
 24 Q. And I'm not going to go over it again but we've seen the
 25 decision was taken to use higher ones for Autonomy than

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